

VOLUME III – GOVERNANCE

OVERVIEW

Simply, governance is the process of providing corporate leadership by setting direction, making policy and strategy decisions, overseeing and monitoring organizational performance, and ensuring overall accountability. In the context of the Perley Rideau, the Board of Directors is considered to be the Corporation's "governing body", responsible for providing good governance.

Purpose

This Volume provides practical guidance for the Board of Directors aimed at enhancing the quality of governance at the Perley Rideau consistent with contemporary standards and best practices in successful not-for-profit organizations. New Board members may utilize this material to familiarize themselves with the processes of good governance at the Perley Rideau. More experienced Board members may draw upon various aspects to confirm the efficacy of their recommendations and direction.

Layout

Volume III is divided into four parts:

- ***Part 1 – Ethics and Values.*** The Perley Rideau is committed to sustaining a culture of the highest practicable ethical standards. This part provides a framework for the Perley Rideau's ethical behaviour and defines the core values governing the behaviour of the Perley Rideau family, i.e. the residents and clients, their families and friends, the staff and volunteers.
- ***Part 2 – The Board of Directors.*** This part, containing seven chapters, outlines the structure, responsibilities and to some extent the procedures necessary for the effective fulfillment of the Board's functions as distinct from those of the CEO and management. It outlines the Board's operating philosophy and includes guidance for the recruiting and training of new Board members, for the conduct of Board and Committee meetings, for the evaluation of collective and individual performance, and even for the maintenance of Board records.

The Perley and Rideau Veterans' Health Centre
BOARD GOVERNANCE GUIDE FOR DIRECTORS

- **Part 3 – Executive Authority.** This part focuses on issues of executive authority; i.e. how the Chief Executive Officer (CEO) is expected to discharge the direction set by the Board of Directors. It comprises one chapter which outlines procedures for the Board's management of the CEO's performance.
- **Part 4 – Stewardship: Guidance for Good Governance.** Stewardship embodies responsible planning and management of all its assets. In effect, the Board of Directors, as governors, is charged with a mandate to be the stewards for the property and mission of the Perley Rideau. This mandate goes well beyond fiduciary oversight to ensure compliance with legal requirements. The sustainability of the Perley Rideau requires sound stewardship to meet the public's growing expectations for integrity, accountability, and transparency by not-for-profit health service providers. This part provides wide-ranging guidance to Directors and Committees in such areas as the mission, strategic planning, risk management, reputation, and performance management for the effective stewardship of all the Perley Rideau's assets.
